

Notice of BP Annual General Meeting 2010  
Shareholder notes

## Corporate representatives

Following changes in the law, corporate shareholders may now appoint more than one corporate representative and all of those representatives can attend and speak at the meeting and use their powers to vote in different ways. Corporate representatives no longer need to follow the special procedures for voting employed over the past few years. As always, corporate shareholders may also appoint proxies and vote by using the enclosed proxy form or online at [www.bp.com/evoting](http://www.bp.com/evoting) or through CREST (see page 27).

## ADR holders

### ADR registered holders

If you hold BP ADRs directly, your name will appear on the register of JPMorgan Chase Bank (the 'Depository') and you are referred to as a 'registered holder'. Registered holders at the close of business on 1 April 2010 ET will be entitled to attend, speak and vote at the AGM. If you do not plan to attend the meeting, you are entitled to appoint a proxy to attend, speak and vote on your behalf.

If you want the Depository to vote your shares at the meeting, you may provide your voting instructions to the Depository via the internet, by telephone or by sending in a completed ADR voting instruction card, as described on that card. Voting instructions must be received by the Depository by 11.59 p.m. ET on 12 April 2010 for electronic instructions and by noon ET on 13 April 2010 for paper voting forms.

If you wish to appoint someone as your proxy to attend and vote at the meeting, rather than giving voting instructions to the Depository, please contact the Depository immediately on +1 877 638 5672 to obtain the appropriate form. You will need to complete the form with the name of your proxy, sign and return it to the Depository to be received before noon ET on 13 April 2010. Further instructions will be included with the form. You will also need to give the ADR voting instruction card to your appointee to bring to the AGM, along with proof of his/her identity. Proxies not notified to the Depository may be denied access to the meeting.

If you wish to attend the AGM and vote in person, the Depository will be present at ExCeL London to verify your right to attend. Please bring proof of your identity.

### ADR street name holders

If you do not hold your ADRs directly but hold them through a bank, broker or nominee, you should contact them for information on how to vote your ADRs.

If you wish to attend the AGM, you will need to bring with you evidence of your share ownership in the form of a currently dated letter from your bank or broker and proof of your identity. On verification of such evidence, you will be admitted to the AGM but may not vote your shares at the AGM.

## Employee share plan participants

### Ordinary share plans

If you hold shares under a BP employee share plan with the BP Share Plan Trustees Ltd, or in a Vested Share Account ('VSA') with Computershare Nominees, you are entitled to instruct the Trustee(s)/Nominee(s) to vote on your behalf at the AGM.

If you have previously registered to receive notification of the AGM electronically, an email will be sent to you containing information about how to submit your instruction using Computershare's e-voting website. If you have not yet registered for e-delivery or have elected to receive hard copies of AGM information, Computershare will contact you by post and will include a paper Form of Direction with which to submit instructions. Alternatively, using the Voting Number advised to you, you will be able to use the e-voting website.

All share plan participants and VSA holders are entitled to attend the AGM. If you attend you can still vote in advance by submitting your instruction as above. Alternatively, you can vote in person at the AGM but to do this you will need to make prior arrangements by contacting Computershare Investor Services PLC no later than Wednesday, 7 April 2010 on +44 (0)870 703 6207. To gain entrance to the AGM you will need to register at the ADR holders desk and provide proof of your identity.

If you require assistance in respect of shares held under a UK employee share plan or in a VSA you should contact Computershare on +44 (0)870 703 6207. If you require assistance regarding shares held under a non-UK plan, please contact your local employee share plan administrator.

### ADR plan participants

If you are allocated ADRs under selected BP or subsidiary employee savings plans (a 'Plan'), you are referred to as a 'Plan Participant'. Plan Participants are not registered holders of ADRs.

Plan Participants at the close of business on Thursday, 1 April 2010 ET are entitled to attend and speak at the AGM but may not vote at the AGM except as validly appointed proxies for registered holders. If you wish to vote, whether you plan to attend the AGM or not, you must direct the trustee of your Plan how your ADRs should be voted.

You may direct the trustee to vote your shares online, by telephone or by sending in a completed ADR voting instruction card. The trustee will then instruct the Depository to vote your plan shares in accordance with your instructions. Voting instructions must be received by the Depository by 11.59 p.m. ET on 11 April 2010 for electronic instructions and by noon ET on 12 April 2010 for paper voting forms. If your directions are not received by the appointed times for transmission to the Plan trustee, the trustee is authorized to vote the ADRs allocable to you under the Plan at its sole direction.

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Notice of BP Annual General Meeting 2010  
Shareholder notes

## Indirect investors

Following the implementation of the Companies Act 2006, there are a number of rights that may now be available to indirect investors of BP, including the right to be nominated by the registered holder to receive general shareholder communications direct from the company.

The rights of indirect investors who have been nominated to receive communications from the company in accordance with Section 146 of the Act ('nominated persons') do not include the right to appoint a proxy. However, nominated persons may have a right under an agreement with the registered shareholder, who holds the shares on their behalf, to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.

If you have been so nominated to receive general shareholder communications direct from BP, it is important to remember that your main contact in terms of your investment remains with the registered shareholder or custodian or broker, or whoever administers the investment on your behalf. You should also deal with them in relation to any rights that you may have under agreements with them to be appointed as a proxy and to attend, participate in and vote at the meeting, as described above.

Any changes or queries relating to your personal details and holding (including any administration thereof) must continue to be directed to your existing contact at your investment manager or custodian. BP cannot guarantee dealing with matters that are directed to us in error. The only exception to this is where BP is exercising one of its powers under the Act and writes to you directly for a response.



Notice of BP Annual General Meeting 2010

## The meeting at ExCeL London

### Security

We do not permit behaviour that may interfere with anyone's security or safety or the good order of the meeting.

You will be asked to pass through our security systems before entering the meeting. Please be advised that we will check everyone's bag or briefcase.

We do not permit cameras or recording equipment at the meeting and we would be grateful if you could ensure that you have switched off any mobile phones or any other electronic communication devices before the meeting begins. Please note that no food or drink will be allowed into the meeting.

We thank you in advance for your co-operation with our security staff.

### Registration

Please remember to bring your admission card with you. If you are an ADR holder coming to the meeting and hold ADRs in a bank or broker account, you should bring a letter of identification from your bank or broker confirming your holding (*see page 28 for more information*). If you have been appointed as a proxy by a shareholder, please bring along their completed admission card or printed confirmation of an appointment made online. Please note our Registrar must receive any proxy appointments by 5.30 p.m. on Tuesday, 13 April 2010. If you are attending as a corporate representative, you will need to bring your admission card with you and the letter of representation appointing you as corporate representative.

### Asking a question at the meeting

During the meeting there will be an opportunity for shareholders, proxies or corporate representatives to ask questions. If you wish to ask a question during the meeting please tell an usher on entry to the auditorium, so that you can be seated near a microphone.

### Special needs

We have sign language interpreters at the meeting and a dedicated hearing loop area will be available. If you are in a wheelchair or in need of help from a companion, please let us know at Registration so that we can assist you.

### Children

As the AGM is a business meeting, we suggest that it is not appropriate to bring young children. There will be no crèche facilities at the meeting.

### Guests

The AGM is a meeting of shareholders and their representatives and it requires an admission card to gain entry to the meeting. However, at the discretion of the company and subject to sufficient seating capacity, a shareholder may enter with one guest, provided that the shareholder and their guest register to enter the meeting at the same time.

### Cloakrooms

There will be cloakroom facilities near Registration. We suggest that you leave your coats and bags there before going to Registration. There will be restrooms available.



**Shareholder notes**  
See pages 27-29

## How business is conducted at the meeting

### Discussion

- The chairman will open the meeting, following which there will be a presentation by the group chief executive.
- Discussion will then take place on all the resolutions contained in this Notice of Meeting (*see pages 2-3*). Shareholders will have the opportunity to ask questions on BP's performance and business when considering the first resolution on the Annual Report and Accounts.
- Please endeavour to keep your questions short and relevant to the resolution being discussed.
- Please remember that others may have waited for some time to ask a question, so please do not make speeches or ask multiple questions. If you do try to give a speech, the chairman may ask you to stand aside so that other people may be heard.
- You may also write to us at our registered office (*see page 32*) and we will be pleased to respond. There is a shareholder information desk available for queries on the day.
- It is planned that a number of senior executives will be available after the meeting.

### Voting

- Voting on all the resolutions on pages 2-3 is by a poll, as required by the company's Articles.
- Your vote counts, whether you can come to the meeting or not. In a global company such as ours, we think poll voting is the fairest approach.
- After opening the meeting the chairman will put all the resolutions to the meeting.
- There will be no voting on the resolutions on a show of hands. Shareholders and proxies at the meeting will be invited to participate in the poll.
- In accordance with UK listing requirements, we have included a 'vote withheld' column on our poll card. A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes 'for' and 'against' a resolution.

### How poll voting works at the meeting

- Shareholders, registered ADR holders and their proxies will be given a poll card at Registration.
- Please indicate your decision by marking the appropriate box next to each resolution.
- Please sign at the bottom of the poll card.

### What to do with your poll card

- Poll boxes are open after the resolutions are put to the meeting. You will find the boxes clearly marked and located at the exits from the auditorium and in Registration.
- When you have completed your poll card, please place it in a poll box.
- If you need assistance, our Registrar, Equiniti, will be available to answer questions.
- The poll will close one hour after the meeting ends.

### Poll result

- It is expected that the total of the votes cast by shareholders for or against or withheld on each resolution will be published on [www.bp.com](http://www.bp.com) on Monday, 19 April 2010.

Notice of BP Annual General Meeting 2010  
The meeting at ExCeL London

## Getting to the AGM

### By train

Take the Jubilee line tube to Canning Town and change on to the Docklands Light Railway; alight at Custom House for direct access to ExCeL London. There are lifts on the station platform to the covered walkway to ExCeL London. The nearest mainline station is Liverpool Street; from there, travel to Stratford station in east London where you can take the Jubilee line to Canning Town and change on to the Docklands Light Railway for Custom House.

### Special needs

Access to ExCeL London is along low-gradient ramps and walkways. All ramps are fitted with handrails and balustrades. Non-slip flooring is used throughout the building. The lifts have Braille and tactile buttons at a suitable level to be reached by a wheelchair user. A limited number of car parking spaces suitable for disabled drivers is available; please contact ExCeL London for further information. See page 32 for contact details.

### Parking

Underground car parking in the purple and orange car parks is available onsite at ExCeL London and there are signposts and car park attendants to help direct drivers. There is also a multi-storey car park five minutes' walk from the west entrance to ExCeL London. All car parks accept coins, notes and credit cards.

### Address for GPS routing

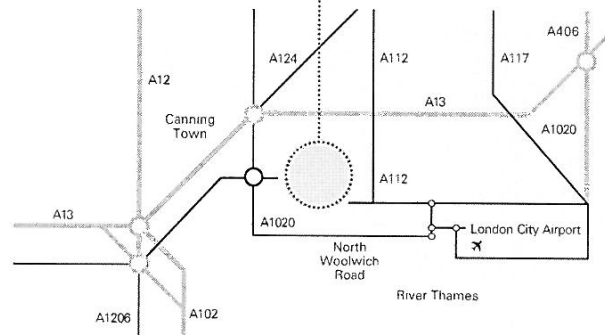
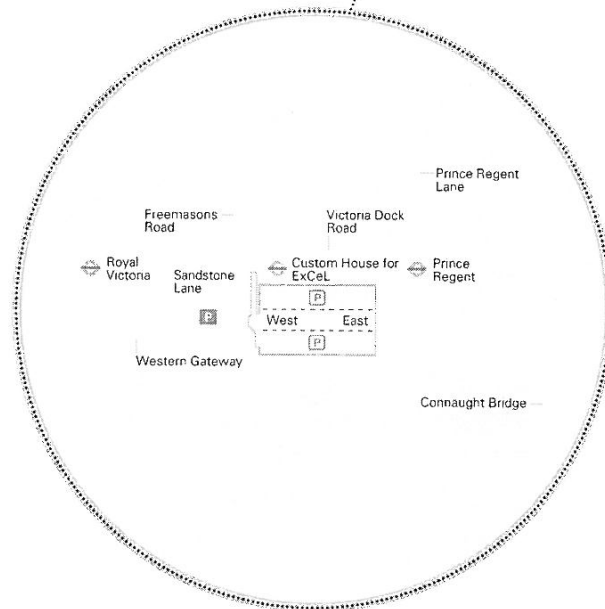
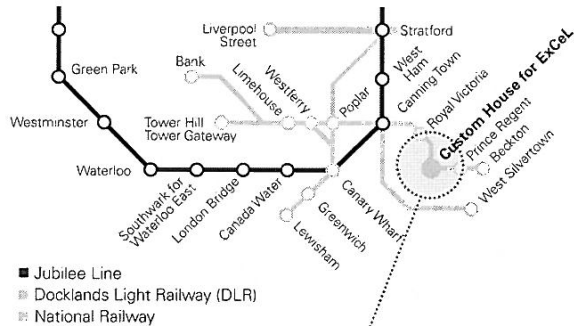
ExCeL London  
Sandstone Lane  
Royal Victoria Dock  
London E16 1DR

### By air

The nearest airport is London City Airport, which is five minutes by taxi and less than 10 minutes by Docklands Light Railway.



**ExCeL London contact details**  
See page 32



Notice of BP Annual General Meeting 2010  
The meeting at ExCeL London

## Key information and contacts

### Documents available for inspection

The following documents are available for inspection during normal business hours at 1 St James's Square, London SW1Y 4PD, UK, and will be at ExCeL London from 10 a.m. on 15 April 2010 until the conclusion of the AGM:

- Copies of directors' service contracts with the company.
- A copy of the Current Articles of Association together with a copy of the New Articles of Association to be adopted pursuant to Resolution 18 and a marked up copy of the New Articles showing the changes from the Current Articles.
- The rules of the Executive Directors' Incentive Plan.
- The terms and conditions of the Scrip Dividend Programme.

BP p.l.c.  
1 St James's Square  
London SW1Y 4PD  
UK  
Tel +44 (0)20 7496 4000

The BP Registrar  
Equiniti  
Aspect House, Spencer Road  
Lancing, West Sussex BN99 6DA  
UK  
Freephone in UK 0800 701107  
or +44 (0)121 415 7005 from outside the UK

If you are an ordinary or preference shareholder, please contact Equiniti if you would like to change your election on how you receive shareholder documents or to receive a paper copy of this year's publications.

BP Employee Share Plans  
Computershare Investor Services PLC  
BP Plan Managers  
The Pavilions, Bridgwater Road  
Bristol BS99 6AP  
UK  
Tel 0870 703 6207  
or +44 (0)870 703 6207 from outside the UK

BP ADR Depositary  
JPMorgan Chase Bank, N.A.  
PO Box 64504  
St Paul, MN 55164-0504  
US  
Tel +1 651 306 4383  
Toll-free in US and Canada +1 877 638 5672  
Hearing impaired +1 651 453 2133

If you are a registered ADR holder, please contact JPMorgan if you would like to change your election on how you receive shareholder documents or to receive a paper copy of this year's publications.

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For copies of BP's publications please contact BP Distribution Services (UK and Rest of World) or Precision IR (US and Canada).

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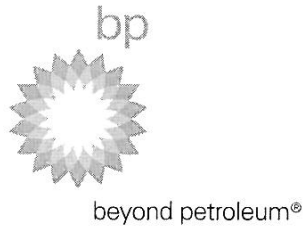
Paper

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